

MITCO is an Illinois corporation that provides local exchange service and exchange access service as an ILEC in a single rural exchange (the Lovington exchange) in Moultrie

County in central Illinois. MICI resells interstate and intrastate long distance toll services in MITCO's local exchange service area.

Shawnee is an Illinois corporation that serves primarily as a holding company. Its wholly-owned subsidiary Shawnee Telephone Company ("STC"), also an Illinois corporation, is an ILEC that serves nine rural exchanges (Cave-in-Rock, Eddyville, Elizabethtown, Equality, Hicks, Leamington, Renshaw, Rosiclare and Simpson) in Gallatin, Hardin, Pope and Johnson Counties in southeastern Illinois.

The proposed transaction is a stock purchase and sale. Transferors, who presently own 98.65 percent of the issued and outstanding stock of MMCI (a fourth Bowers Family member owns the remaining 1.35 percent of MMCI's stock and is also selling that stock to Shawnee), propose to transfer all of their MMCI stock to Shawnee. By acquiring 100 percent of the issued and outstanding stock of MMCI, Shawnee will acquire control of the blanket Section 214 authorizations of MITCO and MICI.

The proposed transaction qualifies for streamlined processing pursuant to Section 63.03(b)(2)(iii) of the Commission's Rules because (a) the Shawnee and MMCI organizations together have a market share in the interstate, interexchange market of less than 10 percent; (b) STC and MITCO together have less than 4,000 access lines which constitute far fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide; and (c) there are no overlapping or adjacent service areas between MITCO's central Illinois service area and STC's southeastern Illinois service area.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the Applicants submit the following information:

(1) Name, address and telephone number of each applicant:

Transferors:

David A. Bowers, Steven G. Bowers and Stuart D. Bowers
c/o Moultrie MultiCorp, Inc.
111 State & Broadway
Lovington, Illinois 61937
Telephone: (217) 873-5211
Facsimile: (217) 873-4990

Transferee :

Shawnee Communications, Inc.
120 West Lane Street
Equality, Illinois 62934
Telephone: (618) 276-4211
Facsimile: (618) 276-4922

(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:

Moultrie MultiCorp, Inc. is an Illinois corporation.

Moultrie Independent Telephone Company is an Illinois corporation.

Moultrie InfoComm, Inc. is an Illinois corporation.

Shawnee Communications, Inc. is an Illinois corporation.

Shawnee Telephone Company is an Illinois corporation

(3) Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:

For Transferor:

Steven G. Bowers, President
Moultrie MultiCorp, Inc.
111 State & Broadway
Lovington, Illinois 61937
Telephone: (217) 873-5211
Facsimile: (217) 873-4990

For Transferee:

James Michael Grisham, Chief Executive Officer
 Shawnee Communications, Inc.
 120 West Lane Street
 Equality, Illinois 62934
 Telephone: (618) 276-4211
 Facsimile: (618) 276-4922

With a copy to Counsel:

Gerard J. Duffy
 Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP
 2120 L Street, N.W. (Suite 300)
 Washington, D.C. 20037
 Telephone: (202) 659-0830
 Facsimile: (202) 828-5568

- (4) **Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:**

Moultrie Independent Telephone Company (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that owns at least ten (10) percent of the equity and voting power of Moultrie Independent Telephone Company both before and after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Moultrie MultiCorp, Inc. 111 State & Broadway Lovington, Illinois 61937.	100.00%	IL Corp.	Telecommunications

Moultrie InfoComm, Inc. (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that owns at least ten (10) percent of the equity and voting power of Moultrie InfoComm, Inc. both before and after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Moultrie MultiCorp, Inc. 111 State & Broadway Lovington, Illinois 61937	100.00%	IL Corp.	Telecommunications

Moultrie MultiCorp, Inc. (Before Transaction)

The names, addresses, citizenship and principal businesses of the entities that own at least ten (10) percent of the equity and voting power of Moultrie MultiCorp, Inc. before the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
David A. Bowers 111 State & Broadway. Lovington, Illinois 61937	37.36%	U.S.A.	Telecommunications
Steven G. Bowers 111 State & Broadway. Lovington, Illinois 61937	30.72%	U.S.A.	Telecommunications
Stuart D.. Bowers 111 State & Broadway. Lovington, Illinois 61937	30.57%	U.S.A.	Telecommunications

David A. Bowers, Steven G. Bowers and Stuart D. Bowers are brothers.

No other individual or entity directly or indirectly owns an interest of ten (10) percent of the equity and voting power of Moultrie MultiCorp, Inc. prior to the proposed transaction.

Moultrie MultiCorp, Inc. (After Transaction)

The name, address, citizenship and principal business of the only entity that will own at least ten (10) percent of the equity and voting power of Moultrie MultiCorp, Inc. after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Shawnee Communications, Inc. 120 West Lane Street Equality, Illinois 62934	100.00%	IL Corp.	Telecommunications

Shawnee Communications, Inc. (Before and After Transaction)

The names, addresses, citizenship and principal businesses of the entities that own at least ten (10) percent of the equity and voting power of Shawnee Communications, Inc. both before and after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
James T. Coyle Trust 120 West Lane Street Equality, Illinois 62934	71.00% Voting	Illinois Trust	Telecommunications
Steven Michael Heberer 120 West Lane Street Equality, Illinois 62934	29.00% Voting 47.08% Equity	U.S.A.	Telecommunications
James Michael Grisham 120 West Lane Street Equality, Illinois 62934	17.64% Equity	U.S.A.	Telecommunications
Gay Ellen Turner 120 West Lane Street Equality, Illinois 62934	17.64% Equity	U.S.A.	Telecommunications
Cynthia L. Roberts 120 West Lane Street Equality, Illinois 62934	17.64% Equity	U.S.A.	Telecommunications

No other individual or entity will directly or indirectly own or control an interest of ten (10) percent of the equity and/or voting power of Shawnee Communications, Inc. or Moultrie MultiCorp, Inc. after the proposed transaction.

(5) Certification pursuant to 47 C.F.R. §§1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

David A. Bowers, Steven G. Bowers, Stuart D. Bowers and Shawnee Communications, Inc. hereby certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(6) Description of the transaction:

Shawnee is acquiring all of issued and outstanding common stock of MMCI from the Bowers Family, including the 98.65 percent of such stock presently owned by David A. Bowers, Steven G. Bowers and Stuart D. Bowers. Purchase of this stock will give Shawnee control of MMCI and its assets, including MITCO, MICI and their blanket domestic Section 214 authorizations.

(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Areas and Services of Moultrie MultiCorp, Inc. and Affiliates.

MMCI is a holding company which does not directly provide domestic telecommunications services.

MITCO provides local exchange service and exchange access service as an ILEC (less than 600 access lines) in and around the community of Lovington in Moultrie County in rural central Illinois.

MICI resells interstate and intrastate long distance toll services within MITCO's local exchange service area.

One-Eleven Internet Services, Inc., an Illinois corporation and wholly-owned subsidiary of MMCI, provides wireless and digital subscriber line ("DSL") Internet access services in and around Lovington.

Moultrie Telecommunications, Inc., an affiliated Illinois corporation, provides cable television service in the Lovington area.

MMCI has no ownership interests in any other entity that offers domestic telecommunications services.

Areas and Services of Shawnee and Affiliates

Shawnee is a holding company which does not directly provide domestic telecommunications services.

STC provides local exchange service and exchange access service as an ILEC (less than 3,400 access lines) in nine rural exchanges serving the areas in and around the communities of Cave-in-Rock, Eddyville, Elizabethtown, Equality, Hicks, Leamington, Renshaw, Rosiclare and Simpson in Gallatin, Hardin, Pope and Johnson Counties in southeastern Illinois.

ShawneeLink Corporation ("SLC"), an Illinois corporation and wholly-owned subsidiary of Shawnee, resells intrastate and interstate toll services and provides Internet access services to customers located in and around STC's local exchange service areas.

When the upgrade of the Renshaw exchange is completed during 2016, the Shawnee organization will have completed the conversion of all nine of STC's local exchanges to fiber-to-the-home ("FTTH") technology which can provide virtually unlimited bandwidth for voice, data and video services.

ShawneeLEC, an Illinois corporation and wholly-owned subsidiary of Shawnee, provides local exchange service and exchange access service as a competitive local exchange carrier ("CLEC") in four rural exchanges in and around the communities of Eldorado, Golconda, Anna and Vienna in Johnson and Saline Counties in southeastern Illinois.

Shawnee holds a 33.54 percent member interest in SI Wireless LLC, an Illinois limited liability company that provides cellular service in Illinois, Kentucky and Tennessee.

Shawnee holds a 16.67 percent member interest in Southern Illinois Spectrum LLC, an Illinois limited liability company that is exploring potential spectrum investment and development.

Shawnee holds a 10.00 percent member interest in Illinois Network Alliance LLC, an Illinois limited liability company that is constructing a fiber optic transport network in Illinois.

Shawnee holds a 6.2 percent equity interest in Crossville Communications, an Illinois corporation that is a holding company which, in turn, owns Crossville Telephone Company, a rural incumbent local exchange carrier that serves rural portions of White County in southeastern Illinois.

Shawnee has no other affiliates that offer domestic telecommunications services.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

This application fits within the presumptive streamlined categories in Section 63.03(b) of the Commission's Rules, and streamlined treatment is requested. Specifically, it fits within Section 63.03(b)(2)(iii) because (a) the Shawnee and MMCI organizations together have a market share in the interstate, interexchange market of less than 10 percent; (b) STC and MITCO together have less than 4,000 access lines which constitute far fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide; and (c) there are no overlapping or adjacent service areas between MITCO's central Illinois service area and STC's southeastern Illinois service area.

(9) Identification of all other Commission applications related to the same transaction:

Applicants will also be filing an application for transfer of control of the following wireless licenses held by MITCO: Conventional Industrial/Business Pool Service Stations WNUI515 and WPG810.

(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

No party to the transaction is facing imminent business failure at this time. Therefore, the Applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

No separately filed waivers or waiver requests are being sought in conjunction with the proposed transaction.

(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

The proposed transaction entails the acquisition of the Moultrie organization by the somewhat larger Shawnee organization that has long operated telecommunications networks in the same state of Illinois. Both the Moultrie organization and the Shawnee organization have long and proven records of investing in their rural networks and communities, and of providing high-quality, state-of-the-art voice, data and video services at affordable rates to their rural service areas. The proposed transaction will ensure that Lovington area customers will continue to receive high-quality, state-of-the-art voice, data and video services at affordable rates during the foreseeable future.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Moultrie MultiCorp, Inc. and its wholly-owned subsidiaries Moultrie Independent Telephone Company and Moultrie InfoComm, Inc., both of which subsidiaries provide interstate interexchange and exchange access services in the State of Illinois pursuant to blanket domestic Section 214 authorizations, from David A. Bowers, Steven G. Bowers and Stuart D. Bowers to Shawnee Communications, Inc.

David A. Bowers, Steven G. Bowers, Stuart D. Bowers and Shawnee Communications, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

DAVID A. BOWERS

By: David A. Bowers

Date: March 11, 2016

SHAWNEE COMMUNICATIONS, INC.

By: _____
James Michael Grisham
Chief Executive Officer

STEVEN G. BOWERS

By: Stuart D. Bowers

Date: MARCH 11, 2016

Date: _____

STUART D. BOWERS

By: Stuart D. Bowers

Date: 3/11/16

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Moultrie MultiCorp, Inc. and its wholly-owned subsidiaries Moultrie Independent Telephone Company and Moultrie InfoComm, Inc., both of which subsidiaries provide interstate interexchange and exchange access services in the State of Illinois pursuant to blanket domestic Section 214 authorizations, from David A. Bowers, Steven G. Bowers and Stuart D. Bowers to Shawnee Communications, Inc.

David A. Bowers, Steven G. Bowers, Stuart D. Bowers and Shawnee Communications, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

DAVID A. BOWERS

By: _____

Date: _____

SHAWNEE COMMUNICATIONS, INC.

By: 
James Michael Grisham
Chief Executive Officer

STEVEN G. BOWERS

By: _____

Date: _____

Date: 03/11/2016

STUART D. BOWERS

By: _____

Date: _____